

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

Caption in Compliance with D.N.J. LBR 9004-2(c)



In Re:

Case No.:

Adv. No.:

Hearing Date:

Judge:

ORDER

The relief set forth on the following pages, numbered two (2) through _____ is hereby **ORDERED**.

DATED: 5/19/2005

Judith H. Wizmur

Honorable Judith H. Wizmur
United States Bankruptcy Judge

STUTMAN, TREISTER & GLATT
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THE BAYARD FIRM

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Co-Counsel for Official Committee
of Equity Security Holders

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEW JERSEY**

In re:

THCR/LP CORPORATION, et al.,

Debtors.

) Chapter 11
)
) Case Nos. 04-46898 (JHW) through
) 04-46925 (JHW) (Jointly Administered)
)
)
) [NO HEARING REQUESTED]
)

**THIRD STIPULATION AND ORDER RE EXTENSION OF THE LIEN CHALLENGE
DEADLINE UNDER THE FINAL CASH COLLATERAL ORDER**

WHEREAS, on November 21, 2004 (the "Petition Date"), THCR/LP Corporation and its debtor affiliates (collectively, the "Debtors"), the above-captioned debtors and debtors-in-possession, filed voluntary petitions for relief pursuant to chapter 11 of title 11 of the United States Code (the "Bankruptcy Code");

WHEREAS, on December 28, 2004, the United States Trustee, pursuant to Bankruptcy Code section 1102(a), appointed the Official Committee of Equity Security Holders (the "Equity Committee");

WHEREAS, on February 3, 2005, this Court entered the "Stipulation and Final Interim Order Providing for Use of Cash Collateral and Providing Adequate Protection" (the "Final Cash Collateral Order")¹;

WHEREAS, the Final Cash Collateral Order defines the Lien Challenge Deadline as "the earlier of (x) one day prior to the first day of any hearing on confirmation of the Debtors' plan of reorganization or (y) March 28, 2005";

WHEREAS, on March 28, 2005, this Court entered the "Stipulation And Order Re Extension Of The Lien Challenge Deadline Under The Final Cash Collateral Order," extending the Lien Challenge Deadline to and including April 29, 2005;

WHEREAS, on March 28, 2005, this Court entered the "Stipulation And Order Re Extension Of The Lien Challenge Deadline Under The Final Cash Collateral Order," extending the Lien Challenge Deadline to and including April 29, 2005;

WHEREAS, on April 28, 2005, this Court entered the "Second Stipulation And Order Re Extension Of The Lien Challenge Deadline Under The Final Cash Collateral Order," extending the Lien Challenge Deadline to and including May 16, 2005;

WHEREAS, the undersigned parties-in-interest agree to further extend the Lien Challenge Deadline; accordingly, it is hereby

STIPULATED AND ORDERED as follows:

1. With respect to the Equity Committee only, the Lien Challenge Deadline is extended to and including May 31, 2005.
2. This Stipulation may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same

¹ Terms not otherwise defined herein shall have the meanings ascribed to them in the Final Cash Collateral Order.

instrument. A signature transmitted by facsimile shall be deemed an original signature for purposes of this Stipulation.

Dated 13th day of May, 2005.

LATHAM & WATKINS LLP

STUTMAN TREISTER & GLATT, P.C.

By: /s/

Robert A. Klyman
633 West Fifth Street, Suite 4000
Los Angeles, CA 90071
Counsel to the Debtors

By: _____

Frank A. Merola
1901 Avenue of the Stars, 12th Floor
Los Angeles, CA 90067
Counsel to the Equity Committee

WEIL, GOTSHAL & MANGES LLP

**MILBANK, TWEED, HADLEY &
MCCLOY LLP**

By: _____

Michael Walsh
767 Fifth Avenue
New York, New York 10153
Counsel to the TAC Informal
Committee

By:

Thomas R. Kreller
601 So. Figueroa Street, 30th Floor
Los Angeles, CA 90017
Counsel to the TCH Informal
Committee

SEWARD & KISSEL LLP

By: _____

Arlene R. Alves
One Battery Plaza
New York, New York 10004
Counsel to the Indenture Trustee

ORDER

Upon consideration of the Stipulation, and good cause appearing,

IT IS SO ORDERED.

Honorable Judith H. Wizmur
United States Bankruptcy Judge

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Dated ___th day of May, 2005.

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Frank A. Merola
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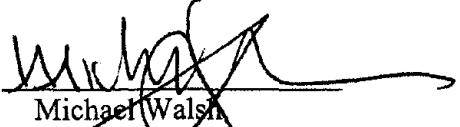
Dated ____th day of May, 2005.

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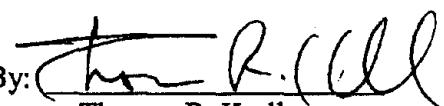
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